

EXHIBIT 8



April 9, 1996

Mr. Fred Evenden
Vice-President
Pennco Publishing
1900 N Hwy 99W, Suite H.
McMinnville, OR 97128

Dear Mr. Evenden:

Enclosed are two original copies of our standard Directory Listing License Agreement for our Canby Listings to appear in your Greater North Willamette Valley, OR publication as you have requested.

Please sign both originals and return one to Canby Telephone Association, PO Box 880, Canby, OR 97013-0880 and keep one original for your file.

Upon our receipt of the signed and accepted License Agreement, current listings will be provided via magnetic tape and will be forwarded to you under the conditions stated in the License Agreement. Please also provide us with the date this information is needed (two week minimum notification is requested) and the address for shipping.

Please call me at 503-266-8225 if you have any questions.

Sincerely,

CANBY TELEPHONE ASSOCIATION

A handwritten signature in cursive script that reads "Janine Brooks".

Janine Brooks
Commercial Office Manager

Enclosure

DIRECTORY LISTING LICENSE AGREEMENT

THIS AGREEMENT, made and entered this 9th day of March 1996 by and between Canby Telephone Association, an Oregon Corporation (hereinafter referred to as the "Telephone Company") and Pennco Publishing (hereinafter referred to as the "Publisher").

WHEREAS, Publisher plans to prepare and publish a Directory in the Greater North Willamette Valley, Oregon area, hereinafter referred to as "Publisher's Directory".

WHEREAS, Publisher desires to obtain copies of the Telephone Company's non-confidential subscriber listings, (hereinafter referred to as "Records") affecting the Canby prefixes of 283, 288 and 661 for use in publishing white pages alphabetical listings as part of Publisher's above mentioned directory; and

WHEREAS, the Telephone Company is willing to furnish such Records for the above limited purposes only;

1. The Telephone Company grants to Publisher a non-exclusive license to use the Records provided of listings of subscribers to telephone service in the above named Exchanges serviced by Canby Telephone Association, its directory known as the North Willamette Valley Directory. Publisher agrees to use these listings only in the 1996 publication of its directories. Should Publisher desire to use listings in its publications for subsequent years then Publisher must obtain another directory listing license agreement with Canby Telephone Association. Publisher is advised that any future listing license agreements may require Publisher to purchase the entire North Willamette Valley directory in order to obtain the prefixes desired.

Publisher agrees not to use the Records for publication of any other directory, or in any form or for any other purpose except that specified above without obtaining a new license agreement from the Telephone Company.

2. Publisher agrees that in the publication of its directory Publisher will not use any distinctive mark, identification or classification which will identify a particular listing as being a new or changed listing.
3. The Records will not contain subscriber information of a non-published or non-listed telephone service, nor of special listings purchased by a subscriber in one exchange to appear in the directory for another exchange. Publisher agrees not to publish such information or listings and to remove from its compilations and not publish in the future such information or listings that he has been advised of or has reason to know of.



DIRECTORY LISTING LICENSE AGREEMENT
PAGE 2

4. Publisher agrees that Telephone Company makes no expressed or implied warranty regarding the correctness of the Records and hereby releases the Telephone Company from any liability for damages due to errors or omissions in the Records furnished by the Telephone Company.
5. Publisher will pay to the Telephone Company \$200 per directory shown in Paragraph 1 and 75¢ per listing provided, plus actual cost of programming, computer runs, tapes, paper, shipping, and city, state or federal tax which may now or hereafter be applied to any other costs incurred in providing required records. The Telephone Company will submit its statement for the Records delivered including delivery costs and said statement shall be due and payable within fifteen (15) days after the date of mailing the statement.
6. Performance by the Telephone Company shall be excused in the event of strike, interruption of mail or common carrier service, fire, riot, act of God, or any cause beyond the reasonable control of the Telephone Company.
7. Publisher shall, at its expense, furnish the Telephone a copy of the directory published containing the Exchanges covered hereby within ten (10) days after publication. The mailing address is Canby Telephone Association PO Box 880, Canby, Oregon 97013; Attention: Janine Brooks.
8. The Records shall remain the property of the Telephone Company. The license granted herein shall be non-assignable and Publisher shall have no right to assign, sublicense or permit any other publisher or person to use the Records, or any information extracted herefrom, for any purpose whatever, without the express written consent of the Telephone Company; provided, however, Publisher is authorized by this license to make a general distribution of the directory that it publishes.
9. Publisher shall use the Records supplied by the Telephone Company hereunder solely in the compilation, production and publication of the telephone directory. The Publisher shall not permit anyone but its duly authorized employees to inspect or use the Records furnished by the Telephone company and shall not allow such records out of its possession at anytime. Any unauthorized use of the Records or information contained therein by its employees or others shall be deemed a material breach of this Agreement.

EXHIBIT 9



3131 Katella Avenue
Los Alamitos, CA 90720

**ARE YOU ADVERTISING IN THE ONE AND ONLY MEDIUM THAT
CAN INSTANTLY TRANSFORM SHOPPERS INTO SPENDERS? IN THE TRI-VALLEY AREA,
IT'S THE EVERYTHING PAGES® DIRECTORY FROM GTE.**

Dear Valued Customer:

Businesses, consumers, local residents and visitors to Canyon Lake, Hemet and Moreno Valley all consider the Yellow Pages their best source for fast, accurate information. More importantly, it's where they turn when they're ready to buy.

That's why your ad should be in The Everything Pages directory, the one and only official directory from GTE in the Tri-Valley area. It's distributed to every residence and business served by GTE. And, throughout the year, The Everything Pages directory is mailed within 24 hours of any new GTE phone installation. Your market is covered by the local shopping expert people have turned to since 1932.

The Everything Pages is the right directory to be in for a number of reasons. First, it's the one with **COMMUNITY ACCESS MAGAZINE®** containing all kinds of useful information, including a newcomer's guide, calendar of events, stadium seating charts and more. In addition, GTE Directories is the first to offer **Quick Tip®** information service, which provides easy, 24-hour access to consumer information and gives customers one more reason to keep and use The Everything Pages directory.

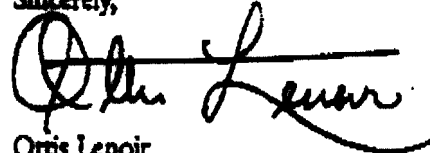
Here's a quick look at additional advantages of advertising in the Tri-Valley area directories:

- There will be no rate increase for the 1995 publications in the Tri-Valley area directories: Canyon Lake, Hemet, Moreno Valley.
- The Everything Pages directories for the Tri-Valley area give you a most efficient and effective way to target your market - 24 hours a day, 365 days of the year.
- You can extend your range even further by advertising in neighboring communities' books, including Banning, Redlands and Riverside/Corona/Norco.
- The Everything Pages directory is distributed to more than 385,000 homes and businesses in the Tri-Valley area.
- White pages advertising is available. Plus, you can add dramatic impact to your advertising with four-color Yellow Pages ads. Studies prove that nearly one-third of Yellow Pages readers are more likely to notice color ads.¹

***In short, The Everything Pages directory from GTE in the Tri-Valley area can make your advertising dollars work harder for you. It's where customers look when they are ready to spend. So, no matter where else they may hear about your products or services, customers turn to The Everything Pages directory at the crucial moment when the buying decision is made.**

Speaking of decisions, you have a very important one to make about the way you'll spend your advertising dollars. You owe it to yourself to talk with a GTE Directories representative about the strengths of The Everything Pages directory and how your ad in our Yellow Pages can turn Tri-Valley area shoppers into Tri-Valley area spenders. To have your representative contact you, call 1-800-LOCAL EXPERT today.

Sincerely,



Otis Lenoir
Area Vice President - Sales

P.S. Get the facts. Spend some time with your GTE Directories representative before you make a move that could affect sales for an entire year. Call 1-800-LOCAL EXPERT (1-800-562-2539) to learn more.

"Use of Color as a Creative Enhancer," by the Advertising Research Corporation, Secaucus Heights, NJ, February 1991.



An operation subsidiary of GTE Directories Corporation

EXHIBIT 10



CITY OF FAIRBANKS
Office of the City Attorney
800 CUSHMAN STREET
FAIRBANKS, ALASKA 99701-4683
907-459-6750

MAR 28 1996

March 18, 1996

Mr. Swen A. Mortenson, President
Phone Directories Company, Inc.
P. O. Box 887
Provo, Utah 84603-0887

RE: Purchase of White Page Listings

Dear Mr. Mortenson:

We understand that the Telecommunications Act of 1996 provides that subscriber list information is to be provided upon reasonable rates, terms, and conditions. No regulations have been promulgated to interpret the Act. It is also unclear what terms and conditions may properly be imposed. We do not yet have a full copy of the Act.

FMUS has made a substantial investment in our subscriber database over the past decades. It will be very difficult to determine the proper means for valuation – certainly not on less than thirty days notice. At present, our workforce is overloaded with a number of substantial projects. Just today, a team headed by Pacific Telecom Inc. arrived to start their due diligence inquiry into the purchase of the entire utility system. In addition, we are in the process of implementing a new cellular billing system, and actively engaged in our annual audit. These are only a few of many current projects.

You have requested production of our white page listings for an unrealistically low rate. Your letter of March 14, 1996 speaks of unspecified "substantial damages." It is our understanding that you have successfully published a Fairbanks area phone book for a number of years without the use of our listings. It is therefore difficult for us to understand your claim of potential damages.

In conclusion, there are a number of questions to be answered. We are unable to meet the time schedule that you seek to impose upon us.

Sincerely,

A handwritten signature in dark ink, appearing to read "Patrick B. Cole".

Patrick B. Cole
Deputy City Attorney

907-459-6050

cc: Frank Biondi, General Manager

Fairbanks Municipal Utilities System

April 15, 1996

Faxed to (801) 225-0991

Hard copy to follow.

Mr. Swen A. Mortenson, President
Phone Directories Company, Inc.
P. O. Box 887
Provo, Utah 84603-0887

RE: Purchase of White Page Listings

Dear Mr. Mortenson:

We have already made our position clear to you in prior correspondence. Let me address the issues you raise in your letter of April 2, 1996, as well as some additional concerns we have:

1. There is no comparison between a multi-million line company like Bell South and a 33,000 line Alaskan system like ours. Our costs are much higher.
2. We are municipally owned and governed by a legally adopted code of ordinances which does not address your demands at present.
3. It is not yet clear if our state public utility commission will provide exemption from any sections of the new act.
4. We have not sold white page listings to either PTI or GCI. We do, of course, exchange listings and provide them with information regarding which of our customers have selected them for long distance service.
5. You have not provided any substantiation of you repeated claims of damages.

We are currently trying to resolve these issues. Once we've reached acceptable solutions to the above, we will expeditiously move to meet your request.

Sincerely,



Frank Biondi
General Manager

C:\WP51\DOCS\FRANKLIST4.WPD

cc: Patrick B. Cole, Deputy City Attorney
Pat Myers, Subscriber Services Manager

EXHIBIT 11

DirectMediaCorp

115 Newman Drive Brunswick, GA 31520 912-262-6900 Fax 912-262-1680

Gerry Screven
President

June 24, 1996

Mr. Bill Hammock
BRI, Inc.
3350 Ridgelake St., Ste 180
Metairie, LA 70002

Dear Bill,

As you know, I sent out a form letter to all telcos within the areas where I publish directories requesting they furnish me information and procedures necessary for me to receive listings of their local telephone service subscribers, in compliance with the Telecommunications Act of 1996. The response was somewhat predictable, based on previous our dealings with these companies. Of particular interest was the lack of response from Alltel.

In 1987 I wrote to them requesting them to furnish me listings. They never responded. This past February I again sent a request to them again asking them to furnish me listings. To make sure I sent it to all concerned, I sent the same letter to each of the Alltel local offices in my area, their regional offices in both Florida and Georgia, the president of Alltel, Mr. Joe Ford in Little Rock and to Mr. Ken Beach, President of Alltel Publishing Corp in Hudson, Ohio.

I met Mr. Beach at a YPPA convention in Nashville several years ago and he informed me that he as president of the publishing company on behalf of Alltel the telephone company was the person that set the rates, terms and conditions under which Alltel sell listings to their competitors. At that time the rate was \$.98 per listing. To date, none of the m have bothered to respond to my request. It leads me to believe they are now refusing to make listings available to me in spite of the new telecommunications act with its specific language that mandates they do so.

I'll keep you posted if anything develops. Any suggestions on what I should do now?

Sincerely,



Gerry Screven